

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

GIRAFA.COM, INC.,)	
)	
Plaintiff,)	
)	
v.)	C.A. No. 07-787-SLR
)	
AMAZON WEB SERVICES LLC,)	
AMAZON.COM, INC., ALEXA)	
INTERNET, INC., IAC SEARCH &)	
MEDIA, INC., SNAP TECHNOLOGIES, INC.,)	
YAHOO! INC., SMARTDEVIL INC.,)	
EXALEAD, INC., and EXALEAD S.A.,)	
)	
Defendants.)	

**PLAINTIFF'S REPLY TO
COUNTERCLAIMS OF DEFENDANT YAHOO! INC.**

Plaintiff and Counterclaim Defendant Girafa.Com, Inc. ("Girafa") hereby replies to Yahoo! Inc.'s ("Yahoo") Answer to Girafa.Com, Inc.'s Complaint for Patent Infringement, Affirmative Defenses, and Counterclaims, as follows:

PARTIES

- 53. Girafa admits the allegations in paragraph 53 of Yahoo's Counterclaims.
- 54. Girafa admits the allegations in paragraph 54 of Yahoo's Counterclaims.

JURISDICTION AND VENUE

- 55. Girafa admits the allegations in paragraph 55 of Yahoo's Counterclaims.
- 56. Girafa admits the allegations in paragraph 56 of Yahoo's Counterclaims.
- 57. Girafa admits the allegations in paragraph 57 of Yahoo's Counterclaims.
- 58. Girafa admits the allegations in paragraph 58 of Yahoo's Counterclaims.

COUNTERCLAIMS

FIRST COUNTERCLAIM

(Declaration of Noninfringement)

59. To the extent that paragraph 59 and paragraphs 1-44 of Yahoo's Counterclaims, incorporated therein, contain any allegations, those allegations are denied.

60. Girafa admits the following: Girafa has alleged that Yahoo infringes the '904 patent; an actual and justiciable controversy exists between Girafa and Yahoo; and Yahoo denies Girafa's allegation of infringement of the '904 patent. Girafa denies the remaining assertions in paragraph 60 of Yahoo's Counterclaims.

61. Girafa denies the allegations in paragraph 61 of Yahoo's Counterclaims.

SECOND COUNTERCLAIM

(Declaration of Invalidity)

62. Girafa denies the allegations in paragraph 62 of Yahoo's Counterclaims.

63. Girafa admits the following: Girafa has alleged that Yahoo infringes U.S. Patent No. 6,864,904 ("the '904 patent"); an actual and justiciable controversy exists between Girafa and Yahoo; and Yahoo denies Girafa's allegation of infringement of the '904 patent. Girafa denies the remaining assertions in paragraph 63 of Yahoo's Counterclaims.

64. Girafa denies the allegations in paragraph 64 of Yahoo's Counterclaims.

THIRD COUNTERCLAIM

(Declaration of Inequitable Conduct)

65. Girafa admits that an Information Disclosure Statement (IDS) was submitted in U.S. Patent Appl'n No. 11/029,995 on January 5, 2005, referencing U.S. Patent Nos. 6,011,537 to Slotznick, 6,016,494 to Isensee et al., 5,973,692 to Knowlton et al., and 6,101,510 to Stone et

al., and that Girafa had knowledge of the above-mentioned references on January 5, 2005.

Girafa denies the remaining assertions in paragraph 65 of Yahoo's Counterclaims.

66. Girafa denies the allegations in paragraph 66 of Yahoo's Counterclaims.

EXCEPTIONAL CASE

67. Girafa denies the allegations in paragraph 67 of Yahoo's Counterclaims.

RELIEF REQUESTED

Girafa denies that Yahoo is entitled to any aspect of the relief it seeks.

ADDITIONAL PRAYER FOR RELIEF

WHEREFORE, in addition to its Complaint and in response to Yahoo's Counterclaims, Girafa respectfully requests that:

- a. Judgment be entered declaring that each of the claims of the '904 patent is valid, enforceable and infringed;
- b. Judgment be entered that each of the counterclaims against Girafa is dismissed with prejudice;
- c. Judgment be entered awarding Girafa its costs and reasonable attorneys' fees pursuant to 35 U.S.C. § 285; and
- d. The Court enter such other and further relief as the Court may deem just and proper under the circumstances.

ASHBY & GEDDES

/s/ Tiffany Geyer Lydon

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